

PINC

PIONEER
INVESTCORP
LIMITED

May 30, 2019.

Senior General Manager- Listing Compliance
BSE Limited, 24th Floor,
P J Towers, Dalal Street,
Mumbai 400001

Respected Sir,

Ref.:- Scrip Code: 507864

Sub.:- Annual Secretarial Compliance Report for the year ended 31st March, 2019.

Ref.:- Pursuant to SEBI Cir Ref. no.CIR/CFD/CMD1/27/2019 dated February 08, 2019

This is in compliance with above mentioned SEBI Circular for the captioned subject, we are attaching herewith Annual Secretarial Compliance Audit Report for the year ended 31st March, 2019.

Please find attached the above and kindly acknowledge receipt of the same.

Thanking you,

Yours truly,
For **PIONEER INVESTCORP LIMITED**



AMIT CHANDRA
COMPANY SECRETARY

Encl.:- a.a.

Aspi Bhesania

Practising Company Secretary

688, Dinshaw Master Road, Parsi Colony, Dadar, Mumbai -400 014.
Mobile 9892748525. Email: aspibhesania@yahoo.co.in

Secretarial Compliance Report of Pioneer Investcorp Limited for the year ended 31.03.2019

I, Aspi Bhesania, have examined:

- (a) all the documents and records made available to us and explanation provided by Pioneer Investcorp Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March 2019 ("Review Period") in respect of compliance with the provisions of :

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) The Securities and Exchange Board of India (Merchant Banking) Regulations, 1992;
- (j) The Securities and Exchange Board of India (Portfolio Managers) Regulations, 1993
and circulars/ guidelines issued thereunder;

and based on the above examination, I hereby report that, during the Review Period:

Aspi



Aspi Bhesania

Practising Company Secretary

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Mobile 9892748525. Email:aspibhesania@yahoo.co.in

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder,
- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.
- (c) No actions has been taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (*including under the Standard Operating Procedures issued by SEBI through various circulars*) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:



Aspi Bhesania
Practising Company Secretary
ACS No. 6119, C P No: 9657
Place: Mumbai
Date: 24/05/2019

